

**United States Bankruptcy Court
For the Southern District of New York**

In re: Lehman Brothers Holdings, Inc.

Case No. 08-13555 (Jointly Administered)

PARTIAL TRANSFER OF CLAIM OTHER THAN FOR SECURITY

A CLAIM HAS BEEN FILED OR DEEMED FILED IN THIS CASE under 11 U.S.C. § 1111 (a) against **Lehman Brothers Special Financing Inc.** . Transferee hereby gives evidence and notice pursuant to Rule 3001 (e) (2), Fed. R. Bankr. P., of the transfer, other than for security, of the claim referenced in this evidence and notice.

OCM Opportunities Fund VII Delaware, L.P.
Name of Transferee

Goldman Sachs Lending Partners LLC
Name of Transferor

Name and Address where notices to transferee should be sent:

Court Claim # (if known): 538

OCM Opportunities Fund VII Delaware, L.P.
c/o Oaktree Capital Management, L.P.
333 South Grand Ave. 28th Floor
Los Angeles, CA 90071
Atten: Jeff Arnold
Phone: 213-830-6233
Email: jarnold@oaktreecapital.com

Amount of Claims:
general unsecured claim in the amount of
\$30,489,845.00 against **Lehman Brothers Special
Financing Inc., Case No. 08-13888**

Date Claim Filed: _____

Atten: Penny Robbins
Phone: 213-830-6238
Email: bankloans@oaktreecapital.com

Goldman Sachs Lending Partners LLC
c/o Goldman Sachs & Co.
30 Hudson Street, 36th Floor
Jersey City, NJ 07302
Attention: Andrew Caditz
Phone: 212-357-6240
Fax: 212-428-1243
Email: Andrew.Caditz@gs.com

Atten: Annette Sing
Phone: 213-830-6343
Email: tradesupport@oaktreecapital.com

Last Four Digits of Acct. #: _____

Last Four Digits of Acct. #: _____

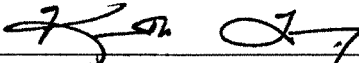
Name and Address where transferee payments
should be sent (if different from above): N/A

Phone: _____
Last Four Digits of Acct. #: _____

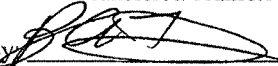
Phone: _____
Last Four Digits of Acct. #: _____

I declare under penalty of perjury that the information provided in this notice is true and correct to the best of my knowledge and belief.

OCM OPPORTUNITIES FUND VII DELAWARE, L.P.
By: Oaktree Fund GP, LLC, its General Partner
By: Oaktree Fund GP I, L.P., its Managing Member

By: 
Transferee/Transferee's Agent

Date: 6/26/09

By: 
Transferee/Transferee's Agent

Date: 6/26/09

Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 & 3571.

**United States Bankruptcy Court
For the Southern District of New York**

In re: Lehman Brothers Holdings, Inc.

Case No. 08-13555 (Jointly Administered)

NOTICE OF PARTIAL TRANSFER OF CLAIM OTHER THAN FOR SECURITY

CLAIM No. 538 (if known) was filed or deemed filed under 11 U.S.C. § 111 (a) in this case against **Lehman Brothers Special Financing Inc.** by the alleged transferor. As evidence of the transfer of that claim, the transferee filed a Transfer of Claim other than for Security in the Clerk's office of this court on _____ (date).

<u>Goldman Sachs Lending Partners LLC</u> Name of Alleged Transferor	<u>OCM Opportunities Fund VII Delaware, L.P.</u> Name of Transferee
Address of Alleged Transferor:	Address of Transferee:
Goldman Sachs Lending Partners LLC c/o Goldman Sachs & Co. 30 Hudson Street, 36 th Floor Jersey City, NJ 07302 Attention: Andrew Caditz Phone: 212-357-6240 Fax: 212-428-1243 Email: Andrew.Caditz@gs.com	OCM Opportunities Fund VII Delaware, L.P. c/o Oaktree Capital Management, L.P. 333 South Grand Ave. 28 th Floor Los Angeles, CA 90071 Atten: Jeff Arnold Phone: 213-830-6233 Email: jarnold@oaktreecapital.com Atten: Penny Robbins Phone: 213-830-6238 Email: bankloans@oaktreecapital.com Atten: Annette Sing Phone: 213-830-6343 Email: tradesupport@oaktreecapital.com

DEADLINE TO OBJECT TO TRANSFER

The alleged transferor of the claim is hereby notified that objections must be filed with the court within twenty (20) days of the mailing of this notice. If no objection is timely received by the court, the transferee will be substituted as the original claimant without further order of the court.

Date: _____

CLERK OF THE COURT

EVIDENCE OF TRANSFER OF CLAIM


TO: THE DEBTOR AND THE BANKRUPTCY COURT

For value received, the adequacy and sufficiency of which are hereby acknowledged, Goldman Sachs Lending Partner LLC ("Assignor") hereby unconditionally and irrevocably sells, transfers and assigns to OCM Opportunities Fund VII Delaware, L.P. ("Assignee"), all of Assignor's right, title, interest, claims¹ and causes of action in and to, or arising under or in connection with KeyBank National Association's claims set forth in Proof of Claim Number 538 in an amount of not less than \$30,489,845.00 (the "Claim"), against Lehman Brothers Special Financing, Inc. (the "Debtor"), the debtor-in-possession in Case No. 08-13888 (jointly administered under Case No. 08-13555) (the "Case") under Chapter 11 of the Bankruptcy Code (11 U.S.C. § 101 et. seq.) (the "Bankruptcy Code") in the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court"), and any and all other proofs of claim filed by Assignor with the Bankruptcy Court in respect of the Assigned Claim.

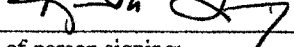
Assignor hereby waives any objection to the transfer of its ownership interest in and to the Claim assigned to Assignee (the "Assigned Claim") on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law. Assignor acknowledges and understands, and hereby stipulates, that an order of the Bankruptcy Court may be entered without further notice to Assignor transferring to Assignee the Assigned Claim and recognizing the Assignee as the sole owner and holder of the Assigned Claim for all purposes, including, without limitation, voting and distribution purposes. Assignor further directs the Debtor, the Bankruptcy Court and all other interested parties that all further notices relating to the Assigned Claim, and all payments or distributions of money or property in respect of the Assigned Claim, shall be delivered or made to the Assignee.

IN WITNESS WHEREOF, this Evidence of Transfer of Claim is executed on June 22, 2009.


GOLDMAN SACHS LENDING PARTNERS LLC

By: 
Name of person signing: David DelMatteo
Title of person signing: Authorized Signatory

OCM OPPORTUNITIES FUND VII DELAWARE, L.P.

By: 
Name of person signing: Kenneth Liang
Title: Authorized Signatory

¹ As that term is defined in 11 USC § 101(5).

By: 
Name of person signing: Richard King
Title: Authorized Signatory